

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE MIDDLE DISTRICT OF TENNESSEE
NASHVILLE DIVISION**

In re:)
)
THE CENTER FOR ASSISTED REPRODUCTIVE)
TECHNOLOGIES, LLC,) CASE NO. 3:24-bk-01921
) CHAPTER 11
Debtor.) JUDGE WALKER
)

**THE DEADLINE FOR FILING A TIMELY RESPONSE IS: June 20, 2024
IF A RESPONSE IS TIMELY FILED, THE HEARING WILL BE: July 11, 2024, at 11:00
a.m., in Courtroom Two, United States Bankruptcy Court, 701 Broadway, Nashville,
Tennessee (Virtual Hearing if Allowed; See Court's Website for Details)**

**NOTICE OF MOTION FOR ORDER APPROVING EMPLOYMENT AND RETENTION
OF THOMPSON BURTON PLLC AS COUNSEL FOR DEBTOR**

The above-styled Debtor (the “Debtor”) has asked the court for the following relief: approving the employment and retention of Thompson Burton PLLC as counsel for the Debtor.

YOUR RIGHTS MAY BE AFFECTED. If you do not want the court to grant the attached motion by entering the attached order, or if you want the court to consider your views on the motion, then on or before June 20, 2024, you or your attorney must:

1. File with the court your response or objection explaining your position. **PLEASE NOTE: THE BANKRUPTCY COURT FOR THE MIDDLE DISTRICT OF TENNESSEE REQUIRES ELECTRONIC FILING. ANY RESPONSE OR OBJECTION YOU WISH TO FILE MUST BE SUBMITTED ELECTRONICALLY. TO FILE ELECTRONICALLY, YOU OR YOUR ATTORNEY MUST GO TO THE COURT WEBSITE AND FOLLOW THE INSTRUCTIONS AT: <<https://ecf.tnmb.uscourts.gov>>.**

If you need assistance with Electronic Filing you may call the Bankruptcy Court at (615) 736-5584.

2. **Your response must state that the deadline for filing responses is June 20, 2024, the date of the scheduled hearing is July 11, 2024, and the motion to which you are responding is the Motion for Order Approving Employment and Retention of Thompson Burton PLLC as Counsel for Debtor.**
3. You must serve your response or objection by **electronic service through the Electronic Filing system** described above. You must also mail a copy of your response or objection to:

United States Trustee
701 Broadway, Customs House Suite 318
Nashville, TN 37203

Phillip G. Young, Jr.
Thompson Burton PLLC
6100 Tower Circle, Suite 200
Franklin, TN 37067

If a response is filed before the deadline stated above, the hearing will be held at the time and place indicated above. **THERE WILL BE NO FURTHER NOTICE OF THE HEARING DATE.** You may check whether a timely response has been filed by calling the Clerk's office at (615) 736-5584 or viewing the case on the Court's website at <<https://ecf.tnmb.uscourts.gov>>.

If you or your attorney do not take these steps, the court may decide that you do not oppose the relief sought in the motion and may enter the attached order granting that relief.

Dated: May 29, 2024

By: /s/ Phillip G. Young, Jr.
Phillip G. Young, Jr.(Tn Bar No. 21078)
Justin T. Campbell (Tn Bar No. 31056)
Thompson Burton PLLC
6100 Tower Circle, Suite 200
Franklin, TN 37203
Telephone: 615-465-6000
phillip@thompsonburton.com

**IN THE UNITED STATES BANKRUPTCY COURT
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In re:)
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**MOTION FOR ORDER APPROVING EMPLOYMENT AND RETENTION OF
THOMPSON BURTON PLLC AS COUNSEL FOR DEBTOR**

The above-captioned debtor (“Debtor”) in this case hereby applies to this Court pursuant to 11 U.S.C. § 327 and Rule 2014 of the Federal Rules of Bankruptcy Procedure, for an Order authorizing and approving the employment of Thompson Burton PLLC (the “Firm”) to represent the Debtor as counsel in this bankruptcy case. A verified statement of the Firm pursuant to 11 U.S.C. §329 and Rules 2014(a) and 2016(b) of the Bankruptcy Rules is attached hereto as Exhibit A. In support of this motion, Debtor represents as follows:

1. On May 28, 2024, (the “Petition Date”), the Debtor commenced this case by filing a voluntary petition for relief under Chapter 11 of the Bankruptcy Code.

2. Debtor is in possession of its property and is managing its affairs as Debtor-in-Possession. No Trustee has been appointed, nor has a committee of unsecured creditors been appointed.

3. Debtor has selected the Firm because she believes the Firm to be well qualified to represent the Debtor in these proceedings.

4. The Firm has been and will be employed to provide various legal services for Debtor, including, but not limited to, the following:

- a. Rendering legal advice with respect to the rights, powers and duties of Debtor in the management of its property;
- b. Investigating and, if necessary, instituting legal action on behalf of Debtor to collect and recover assets of the estate of Debtor;
- c. Preparing all necessary pleadings, orders and reports with respect to this proceeding and to render all other necessary or proper legal services;
- d. Assisting and counseling Debtor in the preparation, presentation and confirmation of its plan of reorganization;
- e. Representing Debtor as may be necessary to protect its interests;
- f. Representing the Debtor in all adversary proceedings that it may initiate or that may be initiated against it;

- g. Representing the Debtor in any post-petition motions that it may file or that may be filed against it; and
- h. Performing all other legal services that may be necessary and appropriate in the general administration of the Debtor's estate.

5. Debtor and Firm do not believe that there is any actual or potential conflict of interest affecting the Firm's representation. The Firm does not currently, and has not previously, represented any creditor of Debtor or any party in interest.

6. Subject to this Court's approval, the Firm will charge for its legal services on an hourly basis in accordance with its ordinary and customary hourly rates in effect on the date services are rendered. The Firm's current standard hourly rates for attorneys representing the Debtor range from \$250.00 - \$525.00 per hour. The Firm's standard hourly rates are subject to adjustment on a periodic basis.

7. In addition to seeking payment for legal services, the Firm will charge for all expenses actually incurred on behalf of Debtor, consistent with its normal practices and as may be approved by the Court as reasonable and necessary. The expenses and charges include such items as: filing fees, mailing charges, hand delivery and other delivery charges, travel expenses, computerized legal research charges, and transcription costs.

8. Following the Petition Date, the Firm is holding \$0 in trust as a retainer on behalf of the Debtor.

9. The Firm requests permission to file a first interim fee application on or after the 30th day following commencement of this case. Unless otherwise ordered by the Court, all subsequent fee applications shall be filed no more often than once every 30 days. No funds may be paid by Debtor post-petition to the Firm for fees or expenses absent entry of an order approving the fees and expenses.

10. The Firm does not believe it represents any interest adverse to Debtor or Debtor's estate. The Firm is believed to be a "disinterested person" under Bankruptcy Code §§ 101(14) and 327.

11. To the best of the Debtor's knowledge and the Firm's knowledge, the Firm has no disqualifying connection with the Debtor or its estate, the Debtor's creditors, or any other party in interest, its respective attorneys and accountants, the United States Trustee or any person employed in the office of the United States Trustee.

WHEREFORE, Debtor respectfully requests that the Court enter an Order authorizing the employment of Thompson Burton PLLC as counsel for Debtor in all capacities as set forth above, and for such other and further relief as is appropriate and just.

Dated: May 29, 2024.

Respectfully submitted,

/s/ Phillip G. Young, Jr.

Phillip G. Young, Jr.
Justin T. Campbell
Thompson Burton PLLC
6100 Tower Circle, Suite 200
Franklin, TN 37067
Telephone: 615-465-6000
phillip@thompsonburton.com
justin@thompsonburton.com

Counsel for Debtor

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VERIFIED STATEMENT OF PHILLIP G. YOUNG, JR.

Thompson Burton PLLC (the “Firm”) proposed counsel for Debtor in this case, respectfully submits, pursuant to 11 U.S.C. §§ 327 and 329 and Rules 2014 and 2016 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), this Verified Statement disclosing connections with creditors and parties in interest, if any.

I, Phillip G. Young, Jr., on behalf of the Firm, hereby swear under penalty of perjury as follows:

1. I am an attorney with the Firm and have an office located at 6100 Tower Circle, Suite 200, Franklin, TN 37067. The Firm also has an office located at 1801 West End Avenue, Suite 1550, Nashville, TN 37203 and one located in Huntsville, Alabama. I submit this Verified Statement in support of the application of Debtor for approval of the retention and employment of the Firm.
2. I am an attorney in good standing and licensed to practice law in the State of Tennessee and am duly qualified and admitted to practice before this Court.
3. The application filed contemporaneously herewith, and incorporated herein, accurately sets forth the agreement between Debtor and the Firm. The compensation set forth in the Application is equal to or below the rates customarily charged by the Firm for comparable services other than in case under Title 11 of the United States Code.
4. There exists no understanding or agreement between the Firm or any other entity for the sharing of compensation received or to be received for services rendered in or in connection with this case except as authorized by 11 U.S.C. § 504(b)(1).
5. To the best of my knowledge, the Firm and its members and associates, represent no interest adverse to Debtor or to the estate in matters upon which it is to be engaged. It is believed, and therefore represented, that the Firm is disinterested within the meaning of 11 U.S.C. §§ 101(14) and 327.

6. Except as set forth herein, to the best of Debtor's knowledge and the Firm's knowledge, the Firm has no disqualifying connection with either Debtor, the Debtor's creditors, or any other party in interest, its respective attorneys and accountants, the United States Trustee or any person employed in the office of the United States Trustee.
7. During the period of its employment as counsel for Debtor, the Firm, and its members and associates, will not hold any interest adverse to Debtor, and will not cease to be a disinterested person within the meaning of 11 U.S.C. §§ 101(14) and 327.

I certify under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

Executed this the 29th day of May, 2024.

/s/ Phillip G. Young, Jr.
Phillip G. Young, Jr.

PROPOSED

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[PROPOSED] ORDER APPROVING EMPLOYMENT AND RETENTION OF
THOMPSON BURTON PLLC AS COUNSEL FOR DEBTOR

This matter is before the Court for consideration on the *Application for Order Approving Employment and Retention of Thompson Burton PLLC as Counsel for Debtor* (the “Motion”). It appears that approval of employment on the terms and conditions described in the Motion is appropriate, and that pursuant to Section 327(a) of the Bankruptcy Code, the Debtor is authorized to employ the Firm as bankruptcy counsel for Debtor. It further appears that notice of the Motion was properly given pursuant to all applicable bankruptcy rules and that no objections were filed.

IT IS THEREFORE ORDERED that the Motion is approved on the terms and conditions described in the Motion, and Thompson Burton PLLC is approved and authorized as counsel for Debtor. The employment is effective and relates back to the Petition Date.

IT IS FURTHER ORDERED that the Firm may file a first interim fee application on or after the 30th day following commencement of this case consistent with the Motion. Unless otherwise ordered by the Court, all subsequent fee applications shall be filed no more often than once every 30 days. No funds may be paid by Debtor post-petition to the Firm for fees or expenses absent entry of an order approving the fees and expenses. The Firm shall otherwise comply with and

be compensated in accordance with Sections 330 and 331 of the Bankruptcy Code, the Bankruptcy Rules, and all applicable Local Rules.

IT IS FURTHER ORDERED that, prior to any increases in the Firm's rates billed to the Debtor, the Firm shall file a supplemental affidavit with the Court the basis for the requested rate increase in accordance with Section 330(a)(3)(F) of the Bankruptcy Code and whether the Debtor has consented to the increase. Prior to the rate increase taking effect, the Firm shall provide ten business days' notice to the Debtor, the U.S. Trustee and any official committee. Further, the U.S. Trustee retains all rights to object to any rate increase on all grounds, including, but not limited to, the reasonableness standard provided for in Section 330 of the Bankruptcy Code.

IT IS SO ORDERED.

This Order was signed and entered electronically as indicated at the top of the first page.

APPROVED FOR ENTRY:

/s/ Phillip G. Young, Jr.
Phillip G. Young, Jr.
Justin T. Campbell
Thompson Burton PLLC
6100 Tower Circle, Suite 200
Franklin, TN 37203
Telephone: 615-465-6000
phillip@thompsonburton.com
justin@thompsonburton.com

PROPOSED

Certificate of Service

The undersigned hereby certifies that a copy of the preceding Application was electronically filed and served via the Court's ECF system this 29th day of May, 2024:

/s/ Phillip G. Young, Jr.

Phillip G. Young, Jr.